

**BSE LTD**  
**ACKNOWLEDGEMENT**

Acknowledgement No	: 1004201902575827	Date & Time	: 10/04/2019 02:57:58 PM
Scrip Code	: 513448		
Entity Name	: GANESH FOUNDRY & CASTINGS LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2019		
Mode	: E-Filing		



General information about company	
Scrip code	513448
NSE Symbol	
MSEI Symbol	
ISIN	INE449U01019
Name of the entity	GANESH FOUNDRY & CASTINGS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable



## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	ASHOK KUMAR BAJORIA	ADOPB0359C	00713573	Executive Director	Chairperson		12-07-1999			1	0	0		
2	Mr	SHYAM SUNDER BAJORIA	AHGPB1327E	01066593	Non-Executive - Non Independent Director	Not Applicable		26-12-2006			1	2	0		
3	Mr	ANAND KUMAR BAJORIA	AHBPB7254P	00713620	Non-Executive - Non Independent Director	Not Applicable		30-09-2005			1	0	0		
4	Mr	ASHOK KUMAR YADAV	ADYPY8345F	07074299	Non-Executive - Independent Director	Not Applicable		23-02-2015		49	1	1	0		



# Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	DIPENDRA KUMAR AGARWAL	ADSPA7889E	07121280	Non-Executive - Independent Director	Not Applicable		28-06-2018		9	1	2	1		
6	Mrs	LAKSHMI AGRAWAL	AIVPA8845N	07014396	Non-Executive - Independent Director	Not Applicable		23-02-2015		49	1	1	1		



Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07121280	DIPENDRA KUMAR AGARWAL	Non-Executive - Independent Director	Chairperson	28-06-2018		
2	07074299	ASHOK KUMAR YADAV	Non-Executive - Independent Director	Member	23-02-2015		
3	01066593	SHYAM SUNDER BAJORIA	Non-Executive - Non Independent Director	Member	26-12-2006		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07074299	ASHOK KUMAR YADAV	Non-Executive - Independent Director	Chairperson	23-02-2015		
2	07121280	DIPENDRA KUMAR AGARWAL	Non-Executive - Independent Director	Member	28-06-2018		
3	07014396	LAKSHMI AGRAWAL	Non-Executive - Independent Director	Member	23-02-2015		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07014396	LAKSHMI AGRAWAL	Non-Executive - Independent Director	Chairperson	23-02-2015		
2	07121280	DIPENDRA KUMAR AGARWAL	Non-Executive - Independent Director	Member	28-06-2018		
3	01066593	SHYAM SUNDER BAJORIA	Non-Executive - Non Independent Director	Member	26-12-2006		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks





Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	06-10-2018			
2	14-11-2018		38	
3		14-02-2019	91	
4		25-03-2019	38	



Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Name of other committee	Reason for not providing date
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)		
1	Audit Committee	14-02-2019	Yes	3	14-11-2018	91		
2	Audit Committee	25-03-2019	Yes	3	14-11-2018	130		
3	Stakeholders Relationship Committee	14-01-2019	Yes	3	31-10-2018	74		
4	Stakeholders Relationship Committee	24-01-2019	Yes	3	13-11-2018	71		
5	Stakeholders Relationship Committee	14-02-2019	Yes	3	22-11-2018	83		
6	Stakeholders Relationship Committee	27-02-2019	Yes	3	09-12-2018	79		



Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Stakeholders Relationship Committee	12-03-2019	Yes	3	24-12-2018	77		
8	Stakeholders Relationship Committee	30-03-2019	Yes	3	24-12-2018	95		



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Monika Rathi
2	Designation	Company Secretary and Compliance Officer





<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.ganeshsuper.com
2	Terms and conditions of appointment of independent directors	Yes		www.ganeshsuper.com
3	Composition of various committees of board of directors	Yes		www.ganeshsuper.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.ganeshsuper.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.ganeshsuper.com
6	Criteria of making payments to non-executive directors	Yes		www.ganeshsuper.com
7	Policy on dealing with related party transactions	Yes		www.ganeshsuper.com
8	Policy for determining 'material' subsidiaries	Yes		www.ganeshsuper.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.ganeshsuper.com



Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ganeshsuper.com
11	email address for grievance redressal and other relevant details	Yes		www.ganeshsuper.com
12	Financial results	Yes		www.ganeshsuper.com
13	Shareholding pattern	Yes		www.ganeshsuper.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



Annexure II		
1	Name of signatory	Monika Rathi
2	Designation	Company Secretary and Compliance Officer



Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	



Annexure II		
1	Name of signatory	Monika Rath
2	Designation	Company Secretary and Compliance Officer





Signatory Details	
Name of signatory	Monika Rathi
Designation of person	Company Secretary and Compliance Officer
Place	Bihar
Date	10-04-2019

